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 CONOCOPHILLIPS COMPANY

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

HOUTAN PETROLEUM, INC.)	CASE NO. CV 07-05627 SC
)	
Plaintiff,)	
)	JOINT JURY INSTRUCTIONS
v.)	
)	[SOURCES OMITTED]
CONOCOPHILLIPS COMPANY, a Texas)	
Corporation and DOES 1 through 10,)	
Inclusive)	Trial Date: August 18, 2008
)	Time: 10:00 a.m.
Defendants.)	Courtroom: 1
)	Before: Hon. Samuel Conti

Plaintiff and Counter-Defendant Houtan Petroleum, Inc. ("Houtan Petroleum") and Defendant
 and Counter-Plaintiff ConocoPhillips Company ("ConocoPhillips ") hereby jointly propose the

1 following General and Special Jury Instructions:¹

2 This version of the instructions does not include the sources for the instructions. Pursuant to
3 the Court's Order, a second version is being filed that does display the sources.

4 **INDEX OF INSTRUCTIONS**

- 5
- 6 1. Duty of Jury
- 7 2. Duty of Jury (End of Case)
- 8 3. Burden of Proof-Preponderance of the Evidence
- 9 4. What Is Evidence
- 10 5. What Is Not Evidence
- 11 6. Evidence for Limited Purpose
- 12 7. Direct and Circumstantial Evidence
- 13 8. Ruling on Objections
- 14 9. Credibility of Witnesses
- 15 10. Conduct of the Jury
- 16 11. No Transcript Available to Jury
- 17 12. Taking Notes
- 18 13. Bench Conferences and Recesses
- 19 14. Outline of Trial
- 20 15. Stipulations of Fact
- 21 16. Impeachment Evidence-Witness
- 22 17. Expert Opinion
- 23 18. Duty To Deliberate
- 24 19. Communication With Court

25
26 1 The parties could not agree on the language of some of the proposed instructions and have
27 therefore submitted alternative versions of several instructions, which are included to the
28 instructions included with this joint submission. The parties are continuing to work in good faith
to resolve any disputes, and may supplement or revise these instructions prior to or during the
trial, if appropriate.

- 1 20. Return of Verdict
- 2 21. Corporations and Partnerships-Fair Treatment
- 3 22. Liability of Corporations-Scope of Authority Not In Issue
- 4 23. Damages-Proof
- 5 24. Party Having Power To Produce Better Evidence
- 6 25. Failure to Deny or Explain Adverse Evidence
- 7 26. Experts-Questions Containing Assumed Facts
- 8 27. Arguments of Counsel Not Evidence of Damages
- 9 28. Jury Not to Take Cue from Judge
- 10 29. All Instructions Not Necessarily Applicable
- 11 30. Predeliberation Instructions
- 12 31. Nature of Claim
- 13 32. Determining a Bona Fide Offer
- 14 33. Fair Market Value (ALTERNATIVE INSTRUCTIONS PROPOSED BY THE
- 15 PARTIES)
- 16 34. Conversion
- 17 35. Unjust Enrichment (OBJECTED TO BY PLAINTIFF)
- 18 36. Breach of Contract (ALTERNATIVE INSTRUCTIONS PROPOSED BY THE
- 19 PARTIES)
- 20 37. Contract Damages (ALTERNATIVE INSTRUCTIONS PROPOSED BY THE
- 21 PARTIES)
- 22 38. Interpretation-Construction of Contract as a Whole
- 23 39. Franchise Relationship
- 24 40. Franchisor
- 25 41. Franchisee
- 26 42. Marketing Premises
- 27 43. Leased Marketing Premises
- 28 44. Termination

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- 45. Essential Elements of Plaintiff's Claim-Generally
- 46. Unclean Hands (TO BE PROPOSED BY CONOCOPHILLIPS)
- 47. Punitive Damages (TO BE PROPOSED BY CONOCOPHILLIPS)
- 48. Disgorgement (TO BE PROPOSED BY CONOCOPHILLIPS)

Dated: August 8, 2008

BLEAU / FOX,
A Professional Law Corporation

By: /S/ Thomas P. Bleau.
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Attorneys for Plaintiff, Houtan Petroleum, Inc.

Dated: August 8, 2008

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